

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES INVESTOR PROTECTION	:	
CORPORATION,	:	
Plaintiff-Applicant,	:	Adv. Pro. No. 08-01789 (BRL)
	:	SIPA Liquidation
v.	:	
	:	(Substantively Consolidated)
BERNARD L. MADOFF INVESTMENT	:	
SECURITIES LLC,	:	
Defendant.	:	
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	:	
In re:	:	
	:	
BERNARD L. MADOFF,	:	
	:	
Debtor.	:	
-----	X	
	:	
IRVING H. PICARD, Trustee for the	:	
Liquidation of Bernard L. Madoff Investment	:	
Securities LLC,	:	
Plaintiff,	:	Adv. Pro. No. 10-05345 (BRL)
	:	
v.	:	
	:	
CITIBANK, N.A., CITIBANK NORTH	:	
AMERICA, INC., AND CITIGROUP	:	
GLOBAL MARKETS LIMITED,	:	
	:	
Defendants.	:	
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NOTICE OF APPEARANCE AND REQUEST SERVICE OF PAPERS

PLEASE TAKE NOTICE that Cleary Gottlieb Steen & Hamilton LLP hereby
appears in the above-captioned case pursuant to Rule 9010(b) of the Federal Rules of Bankruptcy
Procedure (the "Bankruptcy Rules") as counsel to Citibank, N.A., Citibank North America, Inc.,

and Citigroup Global Markets Limited, and requests, pursuant to Bankruptcy Rules 9007 and 9010(b), that all notices given or required to be given in this case and all papers served or required to be served in this case be given to and served upon the undersigned at the following office address, telephone numbers and e-mail address:

David Y. Livshiz, Esq.
Cleary Gottlieb Steen & Hamilton LLP
One Liberty Plaza
New York, New York 10006
Tel. No.: (212) 225-2000
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E-Mail Address: MAOFILING@CGSH.COM

PLEASE TAKE FURTHER NOTICE that, pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telegraph, telex, facsimile transmission, e-mail, or otherwise.

This Notice of Appearance is not and shall not be construed as a waiver of any of Citibank, N.A., Citibank North America, Inc., and Citigroup Global Markets Limited's jurisdictional, substantive or procedural rights and remedies in connection with the above-captioned proceeding, all of which are hereby expressly reserved.

Dated: March 10, 2011
New York, New York

Respectfully submitted,

By: /s/ David Y. Livshiz

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*Attorneys for Citibank, N.A.,
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Citigroup Global Markets Limited*

CERTIFICATE OF SERVICE

I, Richard V. Conza, an attorney admitted to practice in the State of New York and the Managing Attorney of the firm of Cleary Gottlieb Steen & Hamilton LLP, hereby certify that:

On the 10th day of March 2011, I have caused service of the Notice of Appearance and Request for Service of Papers of David Y. Livshiz, dated March 10, 2011 to be made by electronic filing with the Clerk of the Court using the CM/ECF System, which will send a Notice of Electronic Filing to all parties with an e-mail address of record, who have appeared and consent to electronic service in this action.

Dated: March 10, 2011
New York, New York

/s/ Richard V. Conza
Richard V. Conza